

Good Times Restaurants Inc.
Form 8-K
February 06, 2019

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange
Act of 1934

Date of Report (Date of earliest event reported)
January 31, 2019

(Exact name of registrant as specified in its charter)

Nevada 000-18590 84-1133368
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

141 Union Boulevard, #400, Lakewood, CO 80228
(Address of principal executive offices including zip code)

Registrant's telephone number, including area code: (303)
384-1400

Not applicable
(Former name or former address, if changed since last
report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07

Submission of Matters to a Vote of Security Holders

On January 31, 2019, Good Times Restaurants Inc. (the “Company”) held its 2019 Annual Meeting of Shareholders (the “2019 Annual Meeting”). The Company’s shareholders voted on three proposals: (1) elect the nominated directors of the Company to serve until the next annual meeting or until the appointment or election and qualification of their successors; (2) approve, on an advisory basis, the frequency of future advisory votes to approve the compensation of the Company’s named executive officers; and (3) ratify the appointment of Moss Adams LLP as the Company’s independent registered public accounting firm for the fiscal year ending September 24, 2019. These matters are more fully described in the Company’s Proxy Statement for the 2019 Annual Meeting.

The certified results of the matters voted on at the 2019 Annual Meeting are as follows:

Proposal 1: Election of Directors

| | For | Against | Abstain | Broker Non-Votes |
|--------------------|-----------|-----------|---------|---------------------|
| Geoffrey R. Bailey | 5,287,408 | 127,767 | 36,070 | 5,797,164 |
| Boyd E. Hoback | 3,722,337 | 1,694,056 | 34,852 | 5,797,164 |
| Charles Jobson | 5,327,264 | 91,229 | 32,752 | 5,797,164 |
| Jason S. Maceda | 5,359,506 | 86,987 | 4,752 | 5,797,164 |
| Robert J. Stetson | 5,327,261 | 91,232 | 32,752 | 5,797,164 |

Proposal 2: Approve, on an advisory basis, the frequency of future advisory votes to approve the compensation of the Company’s named executive officers

| 1 Year | 2 Years | 3 Years | Abstain |
|-----------|-----------|---------|---------|
| 1,811,084 | 3,485,779 | 146,452 | 7,930 |

Proposal 3: To ratify the appointment of Moss Adams, LLP as the Company’s independent registered public accounting firm for the fiscal year ending September 24, 2019

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| For | Against | Abstain |
|------------|---------|---------|
| 11,184,449 | 56,298 | 7,662 |

Item 8.01

Other Events

Following the 2019 Annual Meeting, the Company's board of directors elected the Chairman of the Board and board committee members set forth below. Biography information is more fully described the Company's Proxy Statement for the 2019 Annual Meeting.

Mr. Geoffrey R. Bailey will serve as Chairman of the Board.

Audit Committee

Jason S. Maceda, Committee Chairman
Charles Jobson
Robert J. Stetson

Compensation Committee

Geoffrey R. Bailey, Chairman
Charles Jobson
Robert J. Stetson

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**GOOD TIMES
RESTAURANTS
INC.**

Date: February 6, 2019

Boyd E. Hoback
President and
Chief Executive
Officer